

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.¹	:
-----X	

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On June 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

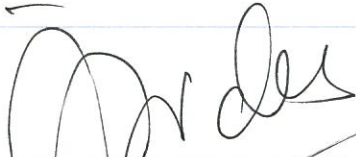
- Objection of Debtors to Motion of Retirees [Docket No. 4238]
- Qualified Joinder of the Official Committee of Unsecured Creditors to the Objection of Debtors to Motion of Retirees [Docket No. 4239]
- Corporate Monthly Operating Report for the Reporting Period of April 7, 2019 - May 4, 2019 [Docket No. 4241]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

On June 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via overnight mail on (1) The Law Office of Michael M. Mulder, Attn: Michael M. Mulder and Elena N. Liveris, 1603 Orrington Avenue, Suite 600, Evanston, IL 60201 and (2) Wollmuth Maher & Deutsch LLP, Attn: J. Lawlor, B. Axelrod, C. Postighone, 500 Fifth Avenue, 12th Floor, New York, NY 10110:

- Objection of Debtors to Motion of Retirees [Docket No. 4238]
- Qualified Joinder of the Official Committee of Unsecured Creditors to the Objection of Debtors to Motion of Retirees [Docket No. 4239]

Dated: June 19, 2019



Joudeleen C. Frans

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on June 19, 2019, by Joudeleen C. Frans, proved to me on the basis of satisfactory evidence to be the person who appeared before me.


Signature: _____
JAMES A. MAPPLETHORPE
Notary Public, State of New York
No. 01MA6370846
Qualified in New York County
Commission Expires February 12, 2022

Exhibit A

Pg 4 of 22

Exhibit A
Master Service List
Served as set forth below

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Attorneys for Aldine Independent School District	Aldine Independent School District	Attn: Pamela H. Walters, Johnetta Lang 2520 W.W. Thorne Drive Houston TX 77073	bnkatty@aldineisd.org	Email
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IQ9-200 SW C Ave, LLC ("SW LLC") and U.S. Bank, National Association as Trustee, Successor-in-interest to Bank of America, N.A., as Trustee, Successor-by-merger to LaSalle Bank National Association, as Trustee for Morgan Stanley Capital I Inc., Commercial Mortgage Pass-Through Certificates, Series 2005-IQ9	Aronauer & Yudell, LLP	Attn: Joseph Aronauer, Esq. One Grand Central Place 60 East 42nd Street, Suite 1420 New York NY 10165	jaronauer@ayllp.com	Email
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Interested Party	Austin Enterprises, LP.	Attn: Magdalena Cuellar 5108 E. Clinton Way Ste. 109 Fresno CA 93727	mcuellar45@austinenterpriseslp.com	Email
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Pg 5 of 22

Exhibit A
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Local Counsel to BH North American Corporation	Carter Conboy Case Blackmore Maloney & Laird, P.C.	Attn: Michael J. Catalfimo, Esq., John R. Canney, IV, Esq. 20 Corporate Woods Blvd. Suite 500 Albany NY 12211	mcatalfimo@carterconboy.com	Email

Pg 7 of 22

Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	Attn: James Gadsden, Esq. 2 Wall Street New York NY 10005	lgadsden@clm.com bankruptcy@clm.com Dennis.roemein@bnymellon.com	First Class Mail and Email
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United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	Sears Chambers Copy US Bankruptcy Court SDNY 300 Quarropas Street, Room 248 White Plains NY 10601		Overnight Mail
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Pg 8 of 22

Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email
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Pg 9 of 22

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Counsel to Matagorda County, Angelina County, Cleveland ISD, Galveston County, Orange County, Cypress-Fairbanks ISD, Tyler County, Fort Bend County, Wharton Co Jr Coll Dist, Harris County, Jasper County, Houston CAD, Montgomery County, and Polk County	Linebarger Goggan Blair & Sampson, LLP	Attn: John P. Dillman PO Box 3064	houston_bankruptcy@publicans.com	Email
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Pg 14 of 22

Exhibit A
Master Service List
Served as set forth below

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Pg 15 of 22

Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Pg 16 of 22

Exhibit A
Master Service List
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Counsel to Contact US Teleservices (Atento)	Orrick, Herrington & Sutcliffe LLP			

Pg 17 of 22

Exhibit A
Master Service List
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Pg 19 of 22

Exhibit A
Master Service List
Served as set forth below

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Pg 21 of 22

Exhibit A
Master Service List
Served as set forth below

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Pg 22 of 22

Exhibit A
Master Service List
Served as set forth below

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